

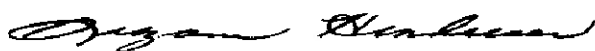
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Tarrant County Texas

Official Public Records

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*The State of Texas,
County of Tarrant,*

ORIGINAL

Know All Men by These Presents:

THIRD AMENDMENT

To

"OIL, GAS AND MINERAL LEASE"

WHEREAS, heretofore, under date of April 11, 2005, Golden Triangle 9 Properties, Ltd., whose address is 300 Burnett Street, Suite 150, Fort Worth, Texas 76102, as Lessor, did execute and deliver unto Antero Resources I, LP, as Lessee, an Oil, Gas and Mineral Lease, a Memorandum of which is recorded as Instrument No. D205199095 of the Official Public Records of Tarrant County, Texas, (hereinafter referred to as "said Lease") covering the land more fully described on EXHIBIT A, attached to and made a part hereof (hereinafter referred to as "said Land"); and,

WHEREAS, XTO Energy Inc. ("XTO"), whose address is 810 Houston Street, Fort Worth, Texas 76102, is the current holder and owner of said Lease,

WHEREAS, reference to said Lease and to the record thereof being herein made for all purposes; and,

WHEREAS, it is the desire of Lessor and XTO to amend the pooling provision in said Lease.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the undersigned do hereby agree as follows:

1. Amendment: The first sentence of Article 48, "Pooling", EXHIBIT "B", attached to and made a part of said Lease, which currently reads as follows:

"Lessee may pool the Leased Premises with other lands or leases, but in the event of such pooling, all of the Leased Premises must be included in the pooled unit, and the size of such pooled unit shall not exceed the minimum number of acres required by governmental authority to allow the well applicable to such pooled unit to produce at its maximum production allowable."

is hereby amended in its entirety to read as follows:

"Lessee is hereby granted the right, at its option, to pool or unitize any land covered by this lease with any other land covered by this lease, and/or with any other land, lease, or leases, as to any or all minerals or horizons, so as to establish units containing not more than 80 surface acres, plus 10% acreage tolerance; provided, however, units may be established as to any one or more horizons, or existing units may be enlarged as to any one or more horizons, so as to contain not more than 640 surface acres plus 10% acreage tolerance, if limited to one or more of the following: (1) gas, other than casinghead gas, (2) liquid hydrocarbons (condensate) which are not liquids in the subsurface reservoir, (3) minerals produced from wells classified as gas wells by the conservation agency having jurisdiction."

It is understood and agreed by all parties hereto that in all other respects, said Lease, and any amendments and extensions thereto, and the prior provisions thereto, shall remain in full force and effect and each of the undersigned does hereby ratify and confirm said Lease, and any amendments and extensions thereto, as hereby amended.

This Third Amendment shall be binding upon and inure to the benefit of the parties hereto, their respective heirs, legal representatives, successors and assigns.

The failure of one or more parties to execute this instrument shall not in any manner affect the validity and binding effect of same as to the parties who execute said instrument.

IN WITNESS WHEREOF, this Third Amendment to Oil, Gas and Mineral Lease is executed by the parties hereto on the dates of their respective acknowledgments, but made effective for all purposes as of April 11, 2005.

LESSOR:

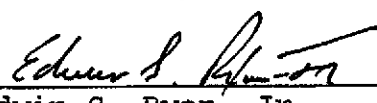
Golden Triangle 9 Properties, Ltd.

By: Baggett Enterprises, Inc.,
its General Partner

By: 
Happy Baggett, President

XTO:


XTO ENERGY INC.

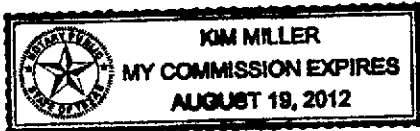
By: 
Edwin S. Ryan, Jr.,
Sr. Vice President - Land Administration

ORIGINAL

ACKNOWLEDGMENT

State of Texas }
County of Tarrant }

This instrument was acknowledged before me on this
13 day of October, 2009, by Happy Baggett, President
of Baggett Enterprises, Inc., a Texas corporation, as General Partner
of Golden Triangle 9 Properties, Ltd., a Texas limited partnership, as
the act and deed of said corporation on behalf of said limited
partnership.



Kim Miller
Notary Public,
in and for The State of Texas.

(Seal)

ACKNOWLEDGMENT

State of Texas }
County of Tarrant }

This instrument was acknowledged before me on this
22 day of October, 2009, by Edwin S. Ryan, Jr., Sr.
Vice President - Land Administration of XTO Energy Inc., a Delaware
corporation, on behalf of said corporation.



Dorinda C West
Notary Public
in and for The State of Texas.

(Seal)

EXHIBIT A
To Third Amendment of Oil, Gas and Mineral Lease.

Said Land:

11.373 acres, more or less, being all of Lots 3R, 4R-1, 4R-2 and 4R-3, Block 1, and Lots 1R1, 1R2 and 1R3, Block 2, Western Crossing Addition, an Addition to the City of Fort Worth, Tarrant County, Texas, according to the Plats recorded in Cabinet B, Slides 2166 and 2160, Plat Records, Tarrant County, Texas, and being the same land described in a Warranty Deed dated March 30, 2004 from Kingsgate Partners Ltd. to Golden Triangle 9 Properties, Ltd., recorded as Instrument D204095152 of the Official Public Records of Tarrant County, Texas;

And

11.928 acres, more or less, being a portion of Lot 4, Block 1, Burlington Northern Santa Fe Railway Addition, as recorded in Cabinet A, Slide 4653, Plat Records, Tarrant County, Texas, and being the same land described in a Special Warranty Deed dated August 17, 2004 from Catellus Fort Worth, L.P. to Golden Triangle 9 Properties, Ltd., recorded as Instrument D204255941 of the Official Public Records of Tarrant County, Texas;

And

2.983 acres, more or less, being to the centerline of I-35W right-of-way along the east side of Golden Triangle 9 Properties, Ltd., also being a portion of Lot 4, Block 1, Burlington Northern Santa Fe Railway Addition, as recorded in Cabinet A, Slide 4653, Plat Records, Tarrant County, Texas, and being a portion of the land described in a Deed dated October 5, 1964 from Emma Jeane Donald Floyd et al to the State of Texas of record in Volume 4007 at Page 540 of the Deed Records of Tarrant County, Texas.

End of EXHIBIT A